UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

IN RE BEAR STEARNS COMPANIES, INC. SECURITIES, DERIVATIVE AND EMPLOYEE RETIREMENT INCOME SECURITY ACT LITIGATION This Document Relates To: 07-Civ-10453 08-Civ-3326 08-Civ-0855 08-Civ-3334 08-Civ-2793 08-Civ-3351 08-Civ-2804 08-Civ-3441 08-Civ-2866 08-Civ-3602 08-Civ-2870 08-Civ-4972 08-Civ-3006 08-Civ-5054 08-Civ-3013 08-Civ-5170 08-Civ-3035 08-Civ-5489 08-Civ-3089 08-Civ-6995 08-Civ-8194 08-Civ-7335	Civil Action No: 1:08-md-01963-RWS ELECTRONICALLY FILED

DECLARATION OF LESTER L. LEVY IN SUPPORT OF
***WEBER* PLAINTIFFS' MEMORANDUM OF LAW**
IN RESPONSE TO ORDER TO SHOW CAUSE

I, LESTER L. LEVY, declare the following under penalty of perjury of the laws of the State of New York:

1. I am the Chairman of the Executive Committee and managing partner at the law firm of Wolf Popper LLP ("Wolf Popper"), attorneys for Plaintiff Estelle Weber and the putative class members in the Bear Stearns ERISA Litigation. I make this declaration in support of *Weber* Plaintiffs' Memorandum Of Law In Response To Order To Show Cause.

2. Attached hereto as **Exhibit A** is a [Proposed] Pretrial Order Consolidating ERISA Actions, Appointing Interim Lead Plaintiffs, And Establishing Interim Leadership Structure.

3. Attached hereto as **Exhibit B** is a true and correct copy of the order allowing discovery to commence in consolidated ERISA actions in *In re Washington Mutual, Inc. Sec., Deriv. & ERISA Litig.,* No.2:08-md-1919 MJP (W.D. Wash. June 10, 2008).

4. Attached hereto as **Exhibit C** is a true and correct copy of the order declining to stay discovery in the consolidated ERISA actions in *In re Dell Inc. Sec., Deriv. & ERISA Litig.*, Nos. 06-CA-726, 839 & 758 SS, slip op.at 6 (W.D. Tex. Feb. 28, 2007).

5. Attached hereto as **Exhibit D** is a true and correct copy of the order denying motion to stay ERISA cases pending outcome of securities cases in *In re Lucent Tech. ERISA Litig.*, No. 01-CV-3491 (D.N.J. Feb. 11, 2002).

6. Attached hereto as **Exhibit E** is a true and correct copy of the order denying motion to stay ERISA discovery in *In re Global Crossing, Ltd. Sec. & ERISA Litig.*, No. 02-MD-1472, slip op. at 3, 6 (S.D.N.Y. Dec. 13, 2002).

7. Attached hereto as **Exhibit F** is a true and correct copy of the order declining to impose on the ERISA cases the delayed schedule or procedural hoops required for the securities fraud case in *Tittle v. Enron Corp.*, N. H-01-4236 (S.D. Tex. Jan. 18, 2002).

Dated: November 14, 2008
New York New York.

Lester L. Levy